

# **SOUTH CAROLINA SCHOOL IMPROVEMENT COUNCIL BOARD OF TRUSTEES**



## **BYLAWS**

*(As Approved 12/17/07; Amended 06/11/08)*

### **ARTICLE 1 – Name and Definition**

#### **Section 1.**

The organization shall be called the South Carolina School Improvement Council Board of Trustees and for designation purposes is referred to in these Bylaws as the “SC-SIC Board of Trustees” or “the Board.”

#### **Section 2.**

The SC-SIC Board of Trustees shall be non-partisan, nonsectarian and shall take no part in or lend its influence to, or take an official position as a Board for the nomination, election, or appointment of any candidate or candidates to national, state, county, or city offices.

### **ARTICLE 2 – Purposes and Objectives**

#### **Section 1.**

The purpose of the SC-SIC Board of Trustees is to focus statewide attention on the vital role of parents, the community, students, and educators serving on School Improvement Councils (SICs) in the continuous effort to improve academic and social development of all students in South Carolina’s schools. The SC-SIC Board of Trustees is to function as the primary advisory group for the SC School Improvement Council office and shall encourage and motivate efforts to expand the levels of educational responsibility and accountability to provide

quality instruction in South Carolina schools. SC-SIC Board of Trustees members shall advocate for SC-SIC's role in supporting School Improvement Councils as they perform their responsibilities as stated in applicable statutes.

## ARTICLE 3 – Membership

### Section 1. Membership Requirements and Eligibility

The SC-SIC Board of Trustees will be comprised of at least one representative from each of the six Congressional districts in South Carolina. Two seats on the board will be reserved for students in their junior or senior years of high school. Students will serve as at-large members and will reside in different regions of the state. New Board members will be elected by the current Board members to fill any open seats at the end of each fiscal year. Total Board membership will be limited to twenty, not including ex-officio members. Board members must demonstrate a sphere of influence in their community and an interest in motivating educational improvement.

The SC-SIC Executive Director shall serve as a non-voting, ex-officio member of the Board of Trustees. The Dean of the College of Education at the University of South Carolina (or his/her appointed designee) shall serve as an ex-officio member of the Board of Trustees with full voting privileges.

An Advisory Council will consist of an unlimited number of former members of the Board of Trustees who serve at the pleasure of the Board to provide advice as needed to the Board, Executive Committee, and Staff on matters relevant to the operation of SC-SIC. Membership on the Advisory Council shall be by invitation from the Executive Committee. Advisory Council members may attend and participate in any Board meeting or other SC-SIC activity, but no mandatory attendance will be imposed. Advisory Council members have no voting privileges.

### Section 2. Terms of Service

Terms of service for SC-SIC Board of Trustees members shall be three years in duration except for at-large members who will serve one year terms. Terms will begin with the first scheduled meeting of the fiscal year. At the conclusion of their first term, Board of Trustees members may choose to terminate their Board service, or run for election for another term. Student members who are rising seniors may run for an additional one year term. A student must have the approval of his or her school principal in order to run for a seat on the Board of Trustees.

After two consecutive terms a Board member must leave the Board for a period of at least one year when they may once again run for election. Board members may

not be appointed or elected to the Board for one year following two consecutive terms of service. However, as the situation may warrant, the term of service of the Immediate Past Chair will extend beyond the two elected terms specified in this section, such that the Immediate Past Chair will remain as a voting member of the Board until relinquishing the office to the outgoing Board Chair upon election of a new Chair. *(As amended, June 11, 2008)*

Voting Board of Trustee members who have two unexcused absences in a year shall be deemed as having resigned their seat on the Board. The Executive Committee will review Board member attendance and determine whether absences will be excused or unexcused. Board members are strongly encouraged to attend other SC-SIC activities throughout the year including, but not limited to, trainings, committee meetings, and related public education events, as their schedules allow.

### Section 3. Voting and Quorum

Each participating member of the SC-SIC Board of Trustees shall have one (1) vote. If a Board of Trustees member is unable to exercise his/her voting privilege, the member may delegate their proxy vote to an attending Board member providing prior notification has been given to the Chair.

A majority of all voting members serving on the Board of Trustees will constitute a quorum. All action/formal decisions of the Board of Trustees shall be by simple majority vote of the eligible members present.

In the event the Executive Committee requires a Board of Trustees vote on an issue between regularly scheduled meetings, the Executive Committee, with authorization of the Chair, may utilize a mail or e-mail ballot. The results shall be released to all Board of Trustee members immediately following tabulation.

### Section 4. Un-expired Terms

In the event of the resignation of a Board member, the Chair will appoint a replacement to fulfill the un-expired term. Whenever a vacancy occurs on the Board of Trustees, the Membership Committee will be responsible for nominating a replacement member.

### Section 5. Regular Meetings

Regular meetings of the SC-SIC Board of Trustees shall be scheduled at least quarterly during each calendar year on dates designated by the Executive Committee. Special meetings of the Board of Trustees may be called whenever the Chair or a majority of Executive Committee members deem it necessary, at a place, time, and date the Chair or Executive Committee shall determine.

## Section 6. Compensation

No member shall receive compensation for his/her services as a SC-SIC Board of Trustees member. The Board of Trustees may authorize reimbursement of reasonable expenses incurred by Board members on behalf of SC-SIC associated with attendance at meetings or delegated responsibilities if sufficient funds are provided by the General Assembly for this purpose.

## ARTICLE 4 – Offices and Duties of Officers.

### Section 1. Offices

The offices of the SC-SIC Board of Trustees shall consist of the elected Chair, Vice Chair, Secretary, and the Immediate Past Chair. The SC-SIC Executive Director shall serve as an ex-officio officer.

### Section 2. Election of Officers and Terms of Office

The Chair, Vice Chair and Secretary shall be elected by the members of the SC-SIC Board of Trustees at the last Board meeting of the fiscal year, take office at the first Board meeting of the following fiscal year, and shall serve a one year term. The Chair shall serve in that capacity on both the SC-SIC Board of Trustees and the Executive Committee. The Vice Chair shall serve as the Chair of the Advocacy Committee. The Immediate Past Chair shall serve as Chair of the Bylaws committee. Officers may serve up to two consecutive one-year terms.

### Section 3. Duties of the Chair

The Chair shall preside over all meetings of the SC-SIC Board of Trustees and Executive Committee and have responsibility for the direction of the meetings utilizing any and all standard parliamentary procedures. The Chair shall be empowered to direct all actions and affairs of the Board of Trustees as determined by the members.

### Section 4. Duties of the Vice Chair

The Vice Chair shall perform all duties of the Chair in the absence of the chair. The Vice Chair shall also direct all actions and affairs of the Advocacy Committee as determined by the members of the SC-SIC Board of Trustees and serve on the Executive Committee.

### Section 5. Duties of the Secretary

The Secretary will ensure the recording and timely distribution of the minutes of all quarterly meetings of the board. The Secretary will also oversee the archiving of all pertinent board documents in conjunction with the Executive Director.

## Section 6. Duties of the SC-SIC Executive Director.

The Executive Director shall be the chief administrative executive officer of South Carolina School Improvement Council with duties and responsibilities as determined and directed by SC-SIC Board of Trustees in accordance with the USC College of Education and statutory requirements.

The Executive Director shall be responsible for directing and supervising all employees of SC-SIC in collaboration with the SC-SIC Board of Trustees. The Executive Director shall be responsible for preparation of an annual operating budget.

The Executive Director shall notify Board members (at least fourteen days prior) of meetings and maintain a record of action of all meetings of the SC-SIC Board of Trustees, Executive Committee, Advocacy Committee, and all other appointed committees.

The Executive Director shall conduct official correspondence and maintain records of documents and communications in conjunction with the Board Secretary.

## ARTICLE 5 – Committees

### Section 1. Executive Committee

The Executive Committee shall consist of the Chair, Vice Chair, Immediate Past Chair, the Dean of the College of Education (or his/her designee), and the Chairs of each standing committee. The SC-SIC Executive Director shall serve in an ex-officio and non-voting capacity.

The Executive Committee shall act on behalf of the Board of Trustees and primarily function as an advisory group to the Executive Director. The Executive Committee shall have vested authority to accomplish actions and decisions when time constraints negate the ability to convene the full membership of the SC-SIC Board of Trustees. All actions and decisions accomplished by the Executive Committee must be forwarded to the entire Board of Trustees during the next business day.

The Executive Committee will monitor the status of the Board's Action Plan and performance of Board and staff quarterly. The Executive Committee will provide feedback and recommendations to the Executive Director.

The Board will advise the Dean of the College of Education on salary increases for the SC-SIC Executive Director and, when appropriate, regarding the search process and selection of the SC-SIC Executive Director.

Executive Committee meetings shall be called as often as deemed necessary by the Chair and SC-SIC Executive Director to fulfill the duties required by the Bylaws. The Chair shall determine the date, time, and location of required meetings, which may include telephonic meetings. A simple majority of the Executive Committee shall constitute a quorum and all action shall be by majority vote of the members.

## Section 2. Advocacy Committee

The Advocacy Committee shall be chaired by the Vice Chair and at least two additional Board of Trustees members. The Advocacy Committee shall act on behalf of the Board of Trustees to monitor funding and promote advocacy for programs essential to South Carolina School Improvement Council.

The Advocacy Committee shall report to the Board quarterly to include the status of educational funding and policy by the South Carolina General Assembly and subsequent recommendations. The Advocacy Committee will also be responsible for public awareness activities.

## Section 3. Membership/Development Committee

The Membership/Development Committee shall consist of the Chairperson, appointed by the Board Chair, and at least two additional Board of Trustees members.

The Membership/Development Committee shall present nominations to the Board during the final quarterly meeting of the fiscal year to fill vacancies on the Board for the for the fall quarterly meeting. The Membership/Development Committee will forward (prior to the last Board meeting of the fiscal year) nominations for Chair, Vice Chair and Secretary for election during the final quarterly meeting of the fiscal year, and may also be called upon to make suggestions to the Board Chair concerning a mid-year vacancy on the SC-SIC Board of Trustees.

The Membership/Development Committee is also responsible for identifying funds to supplement the SC-SIC budget and support special projects such as conferences and awards.

## Section 4. Awards/Conference Committee

The Awards/Conference Committee shall consist of the Chairperson, appointed by the Board Chair, and at least two additional members of the Board of Trustees.

The Awards Committee will direct the process for awarding the Dick and Tunky Riley School Improvement Award and all other recognitions deemed necessary by the Board. The Awards/Conference Committee also assists the Staff with conference planning.

## Section 5. Bylaws Committee

The Bylaws Committee will be chaired by the Immediate Past Chair and will function on an as-needed basis.

## Section 6. Ad hoc Committees

The Chair will direct the formation of ad hoc committees as needed.

# ARTICLE 6 – SC-SIC Budget and Finances

## Section 1. Annual Audit and Report to the SC-SIC Board of Trustees

The financial accounts of the South Carolina School Improvement Council shall be audited annually within the established guidelines of the designated fiscal agency, and the financial statement shall be available at all times to members of the SC-SIC Board of Trustees.

The SC-SIC Executive Director shall prepare an annual financial report to the Board of Trustees to include an itemized summary of expenditures and budget distribution for the year immediately past, and present this report at the first meeting of the fiscal year.

## Section 2. SC-SIC Funds and Disbursements

All funds received by the South Carolina School Improvement Council shall be placed in the appropriate accounts with the designated fiscal agency. The SC-SIC Executive Director is authorized to make disbursements within the approved budget. The Executive Director shall oversee the conduct of office operations in accordance with the University of South Carolina rules of procurement and disbursement.

# ARTICLE 7 – Amendments to the Bylaws

## Section 1.

Amendments to the Bylaws of the SC-SIC Board of Trustees shall be forwarded in writing, signed and dated by the member offering the amendment, and presented to the Chair, Executive Director, or Board Secretary. Notice of intention to amend, repeal, or make addition to the Bylaws shall be included in the next meeting agenda and may be adopted by an affirmative vote of the majority of SC-SIC Board of Trustees members at that meeting or subsequent meeting or by email review and voting between formal meetings.